

**AGENDA
CORPORATIONS COMMITTEE**

**SFO Westin
Friday, May 5, 2006
9:30 a.m. to 12:30 p.m.**

I. ADMINISTRATIVE MATTERS [10 MIN.]

1. Opening remarks and announcements: Gemello/Stokdyk
2. Approval of minutes: Gemello

II. AGENCY AND LIAISONS' REPORTS [40 MIN.]

1. Securities and Exchange Commission: Tyson/Petillon
2. NASD: Webber
3. Department of Corporations: Lebas/Monahan/Liu
4. Secretary of State: Bogart
5. Office of Governmental Affairs: Doyle
6. BLS Committee liaison reports
 - Corporate Law Departments: Harmon
 - Cyberspace Law: Wood
 - Financial Institutions: Occhiolini
 - Non-Profit Corporations: Sawyers
 - Partnerships and LLCs: Skinner
 - UCC: Hong
 - Executive Committee: Bishop/Kelso

III. SUBCOMMITTEE REPORTS [40 MIN.]

1. Legislation: Delfino
 - Update on pending projects:
 - Jury Waivers (Section 631)
 - ALP re Corporate Disclosure Act
 - SB 1207
 - New Legislation Update
 - New ALP Topics
 - N. Crandall Proposals
 - Nasdaq Capital Market
2. Communications/Website: Serepca/Sostrin

- Extranet
 - Website
 - E-bulletins
3. Education/Publications: Gemello/Stokdyk for Weakley
 - Report on CLE Teleconference on Shareholder Voting
 - Handbook for Incorporating a business in California
 - BLN Article – 2005 Legislative Update
 - Corporate Law Department Teleconference on Attorney-Client Privilege: Harmon/Wood
 - ABA Book (Independent Director and Corporate Governance): Davis
 4. Litigation: Wood/Wong

IV. ONGOING PROJECTS [80 MIN.]

1. Section 2115 Project: Lebrecht/Serepca/Deming
2. Close Corporation Model Act adoptions: Serepca
3. ABA Task Force on Attorney-Client Privilege: Wood
4. National Venture Capital Association Model Forms: Skinner
5. Venture Capital Opinion Project: Gemello

V. NEW BUSINESS [10 MIN.]

1. California Rural Legal Assistance: Stokdyk
2. Membership Issues: Gemello/Stokdyk
3. 2006-07 Officer Nominations: Gemello/Stokdyk